IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

SOUTHERN DIS	STRICT OF NEW YORK
	x
In re	: Chapter 11
DELPHI CORPORATION, <u>et</u> <u>al.</u> ,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
	: X
<u>AFFIDAV</u>	VIT OF SERVICE
	ecording to law, depose and say that I am employed by ppointed claims and noticing agent for the Debtors in the
Exhibit A hereto via overnight delivery, (ii) up	the documents listed below (i) upon the parties listed on on the parties listed on Exhibit B hereto via electronic oit C hereto via facsimile and (iv) upon the parties listed il:
	and Statement of Brian D. Decker Under Fed. R. Bankr. of which is attached hereto as <u>Exhibit E</u>]
Between Delphi Automotive System	element Agreement, Stipulation and Agreed Order ms, LLC, RSR Corporation and Eco-Bat America, LLC lumbers 866 and 867 (Docket No. 7830) [a copy of F]
On April 30, 2007, I caused to be serv Exhibit G hereto via overnight delivery:	red the document listed below upon the party listed on
Between Delphi Automotive System	element Agreement, Stipulation and Agreed Order ms, LLC, RSR Corporation and Eco-Bat America, LLC lumbers 866 and 867 (Docket No. 7830) [a copy of F]
Dated: May 4, 2007	/s/ Evan Gershbein Evan Gershbein
Subscribed and sworn to (or affirmed) before me Evan Gershbein, personally known to me or prov person who appeared before me.	on this 4th day of May, 2007, by ed to me on the basis of satisfactory evidence to be the
Signature: /s/ Shannon J. Spencer	
Commission Expires: 6/20/10	

EXHIBIT A

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 3 of 50 Delphi Corporation Master Service List

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Pg 4 of 50
Delphi Corporation
Master Service List

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Tyco Electronics Corporation	Assistant General Counsel	60 Columbia Road		Morristown	NJ	7960	973-656-8365	973-656-8805		Creditor Committee Member

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 5 of 50 Delphi Corporation Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY STATE 2		ATE ZIP PHONE		FAX	EMAIL	PARTY / FUNCTION
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								does not take		
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EXHIBIT B

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 7 of 50 Delphi Corporation Master Service List

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mosic ELi		To Frank / Wende		TTOW TORK		10170 0001	+		donald.bernstein@dpw.com	** ' '
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05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 8 of 50 Delphi Corporation Master Service List

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05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 9 of 50
Delphi Corporation
Master Service List

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Pg 10 of 50
Delphi Corporation
2002 List

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	oun ounona)	200 Hoyar Gail Hoad		- Carrioriago	O THORITO	11011 1110	Gariada	0.0000 1.00	0.00000000		Company
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Pg 11 of 50
Delphi Corporation
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Pg 12 of 50
Delphi Corporation
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Pg 13 of 50
Delphi Corporation
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Pg 14 of 50
Delphi Corporation
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Pg 15 of 50
Delphi Corporation
2002 List

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Pg 16 of 50
Delphi Corporation
2002 List

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Pg 17 of 50
Delphi Corporation
2002 List

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Pg 18 of 50
Delphi Corporation
2002 List

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In re. Delphi Corporation, et al. Case No. 05-44481 (RDD)

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 19 of 50 Delphi Corporation 2002 List Main Document

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Pg 20 of 50
Delphi Corporation
2002 List

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Pg 21 of 50
Delphi Corporation
2002 List

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Pg 22 of 50
Delphi Corporation
2002 List

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Pg 23 of 50
Delphi Corporation
2002 List

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Pg 24 of 50
Delphi Corporation
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Pg 25 of 50
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Pg 26 of 50
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Pg 27 of 50
Delphi Corporation
2002 List

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Pg 28 of 50
Delphi Corporation
2002 List

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05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 29 of 50 Delphi Corporation 2002 List Main Document

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EXHIBIT C

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 31 of 50 Delphi Corporation 2002 List Main Document

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APS Clearing, Inc.	Andy Leinhoff	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746	512-314-4416	512-314-4462	Counsel to APS Clearing, Inc.
APS Clearing, Inc.	Matthew Hamilton	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746	512-314-4416	512-314-4462	Counsel to APS Clearing, Inc.
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	МІ	48226	313-496-1200	313-496-1300	Counsel to Kamax L.P.; Optrex America, Inc.
Curtis, Mallet-Prevost, Colt & Mosle LLP	Andrew M. Thau	101 Park Avenue		New York	NY	10178- 0061	212-696-8898	917-368-8898	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia-Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Curtis, Mallet-Prevost, Colt & Mosle LLP	David S. Karp	101 Park Avenue		New York	NY	10178- 0061	212-696-6065	212-697-1559	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.
Grant & Eisenhofer P.A.	Geoffrey C. Jarvis	1201 North Market Street	Suite 2100	Wilmington	DE	19801	302-622-7000	302-622-7100	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
Heller Ehrman LLP	Carren Shulman	Times Square Tower	Seven Times Square	New York	NY	10036	212-832-8300	212-763-7600	Counsel to @Road, Inc.
Hunter & Schank Co. LPA	John J. Hunter	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624	419-255-4300	419-255-9121	Counsel to ZF Group North America Operations, Inc.
Hunter & Schank Co. LPA	Thomas J. Schank	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624	419-255-4300	419-255-9121	Counsel to ZF Group North America Operations, Inc.
Johnston, Harris Gerde & Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401	850-763-8421	850-763-8425	Counsel to Peggy C. Brannon, Bay County Tax Collector
Kirkland & Ellis LLP	Geoffrey A. Richards	200 East Randolph Drive		Chicago	IL	60601	312-861-2000	312-861-2200	Counsel to Lunt Mannufacturing Company
Lord, Bissel & Brook LLP	Rocco N. Covino	885 Third Avenue	26th Floor	New York	NY	10022- 4802	212-812-8340	212-947-1202	Counsel to Sedgwick Claims Management Services, Inc. and Methode Electronics, Inc.
Norris, McLaughlin & Marcus	Elizabeth L. Abdelmasieh, Esq	721 Route 202-206	P.O. Box 1018	Somerville	NJ	08876	908-722-0700		Counsel to Rotor Clip Company, Inc.
North Point O'Rourke Katten & Moody	Michelle M. Harner Michael C. Moody	901 Lakeside Avenue 161 N. Clark Street	Suite 2230	Cleveland Chicago	OH IL	44114 60601	216-586-3939 312-849-2020	312-849-2021	Counsel to WL. Ross & Co., LLC Counsel to Ameritech Credit Corporation d/b/a SBC Capital Services
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	1285 Avenue of the Americas		New York	NY	10019- 6064	212-373-3157	212-373-2053	
Republic Engineered Products, Inc.	Joseph Lapinsky	3770 Embassy Parkway		Akron	ОН	44333	330-670-3004	330-670-3020	Counsel to Republic Engineered Products, Inc.
Ropers, Majeski, Kohn & Bentley	Christopher Norgaard	515 South Flower Street	Suite 1100	Los Angeles	CA	90071	213-312-2000	213-312-2001	Counsel to Brembo S.p.A; Bibielle S.p.A.; AP Racing
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606	312-207-1000	312-207-6400	Counsel to Infineon Technologies North America Corporation

In re. Delphi Corporation, et al. Case No. 05-44481 (RDD)

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05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 32 of 50 Delphi Corporation 2002 List Main Document

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	PARTY / FUNCTION
Schiff Hardin LLP	William I. Kohn	6600 Sears Tower		Chicago	IL	60066	312-258-5500	312-258-5600	Counsel to Means Industries
Shipman & Goodwin LLP	Jennifer L. Adamy	One Constitution Plaza		Hartford	СТ	06103- 1919	860-251-5811	860-251-5218	Counsel to Fortune Plastics Company of Illinois, Inc.; Universal Metal Hose Co.,
									Counsel to 975 Opdyke LP; 1401 Troy Associates Limited Partnership; 1401 Troy Associates Limited Partnership c/o Etkin
									Equities, Inc.; 1401 Troy Associates LP; Brighton Limited Partnership; DPS Information Services, Inc.; Etkin
Stroock & Stroock & Lavan, LLP	Joseph G. Minias	180 Maiden Lane		New York	NY	10038	212-806-5400	212-806-6006	Management Services, Inc. a
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	212-967-4258	Conflicts counsel to Debtors
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102	817-810-5250	817-810-5255	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
WL Ross & Co., LLC	Stephen Toy	600 Lexington Avenue	19th Floor	New York	NY	10022	212-826-1100		Counsel to WL. Ross & Co., LLC

In re. Delphi Corporation, et al. Case No. 05-44481 (RDD)

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EXHIBIT D

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 34 of 50 Delphi Corporation 2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
		34385 Twelve Mile						Vice President of Administration for
Akebono Corporation (North America)	Alan Swiech	Road		Farminton Hills	MI	48331	248-489-7406	Akebono Corporation
		1433 Seventeenth						
Cage Williams & Abelman, P.C.	Steven E. Abelman	Street		Denver	CO	80202	303-295-0202	Counsel to United Power, Inc.
Colbert & Winstead, P.C.	Amy Wood Malone	1812 Broadway		Nashville	TN	37203	615-321-0555	Counsel to Averitt Express, Inc.
								Counsel to Harco Industries, Inc.; Harco
								Brake Systems, Inc.; Dayton Supply & Too
Coolidge, Wall, Womsley & Lombard Co. LPA	Steven M. Wachstein	33 West First Street	Suite 600	Dayton	ОН	45402	937-223-8177	Coompany
								Counsel to Tremont City Barrel Fill PRP
Dykema Gossett PLLC	Gregory J. Jordan	10 Wacker	Suite 2300	Chicago	IL	60606	312-627-2171	Group
Caraciana Jahlana & Battista BA	Ossis D. Dississ. Fam.	400 0 5 0 4 04 4	0	N 4''		00404	205 240 2200	On and the Burdon late weet add a sinting land
Genovese Joblove & Battista, P.A.	Craig P. Rieders, Esq.	100 S.E. 2nd Street	Suite 4400	Miami	FL	33131	305-349-2300	Counsel to Ryder Integrated Logistics, Inc.
Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		General Counsel to Jason Incorporated
	Metro-Dade Paralegal							Paralegal Collection Specialist for Miami-
Miami-Dade County Tax Collector	Unit	140 West Flagler Street	Suite 1403	Miami	FL	33130	305-375-5314	Dade County
•								Corporate Secretary for Professional
Professional Technologies Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734	989-385-3230	Technologies Services
United Steel, Paper and Forestry, Rubber,								Counsel to United Steel, Paper and
Manufacturing, Energy, Allied Industrial and								Forestry, Rubber, Manufacturing, Energy,
Service Workers, International Union (USW),								Allied Industrial and Service Workers,
AFL-CIO	David Jury, Esq.	Five Gateway Center	Suite 807	Pittsburgh	PA	15222	412-562-2549	International Union (USW), AFL-CIO

EXHIBIT E

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

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SECOND SUPPLEMENTAL DECLARATION AND STATEMENT OF BRIAN D. DECKER UNDER FED. R. BANKR. P. 2014.

Brian D. Decker, being duly sworn, deposes and says:

1. I am a Certified Public Accountant and a partner of PricewaterhouseCoopers LLP ("PricewaterhouseCoopers"), a professional services firm. I submit this second supplemental declaration on behalf of PricewaterhouseCoopers pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure with respect to the retention of PricewaterhouseCoopers to provide certain professional services to Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"). Specifically, on June 22, 2006 this Court authorized the employment and retention of PricewaterhouseCoopers for Sarbanes-Oxley compliance, tax and financial planning, and other general tax consulting services <u>nunc pro tunc</u> to January 1, 2006. On January 22, 2007 this Court granted the Debtors' supplemental application to retain PricewaterhouseCoopers to perform certain due diligence services <u>nunc pro tunc</u> to December 15, 2006.

- 2. This Declaration supplements the declaration dated June 5, 2006 (the "Initial Declaration"), as supplemented by the supplemental declaration dated December 29, 2006 (the "First Supplemental Declaration"). The Initial Declaration was submitted in support of PricewaterhouseCoopers' retention by the Debtors. The First Supplemental Declaration was submitted in support of the Debtors' supplemental application to retain PricewaterhouseCoopers to perform certain due diligence services. This Declaration reflects information that has come to my attention as part of PricewaterhouseCoopers' ongoing review to identify relationships that may exist between PricewaterhouseCoopers, its affiliated entities, its partners and professionals, and the Debtors or other parties in interest. PricewaterhouseCoopers' ongoing review to identify relationships has indicated the following matter:
- 3. On March 20, 2007, Delphi Automotive Systems Espana S.L. ("DASE") filed a petition for "Concurso," or bankruptcy, under Spanish law, exclusively for that legal entity. On April 13, 2007 the judge overseeing the Concurso proceeding accepted DASE's application for Concurso and proceeded sua sponte to appoint the Spanish member firm of the PricewaterhouseCoopers global network of firms, PwC Auditores S.L. ("PwC Spain"), to act as one of three insolvency administrators for DASE in the Concurso proceeding. PwC Spain accepted the appointment on April 23, 2007. PwC Spain is a separate legal entity from any other PricewaterhouseCoopers firm and has a separate, independent board of directors. This independence is required under Spanish law and is expressly recognized by various regulatory authorities, such as the Spanish equivalent of the SEC, the Bank of Spain, and the Official Register of Auditors.

- 4. The Spanish court expressly stated its preference that PwC Spain be appointed to the exclusion of other firms. This preference was based on the independence of PwC Spain and the fact that other major accounting firms have already been involved in previous engagements for DASE. The Debtors' engagement of PricewaterhouseCoopers in the United States as set forth in the initial and supplemental application has been fully disclosed to the Spanish court and the court did not modify its order appointing PwC Spain as an insolvency administrator.
- 5. PwC Spain was appointed by the Spanish court and its duty of care is to the court. As part of that appointment, PwC Spain will carry out the duties that are required by Spanish law, and these duties are primarily in the nature of advising and consulting with the Spanish court. All decisions and acts are carried out by the Spanish court on the basis of the advice received from the three administrators. The three administrators act in a joint and several capacity and decisions taken by them are proposed to the judge for approval. The court can then set aside the recommendations of the administrators. Of the three administrators, one is appointed to represent the creditors of DASE, but PwC Spain was not appointed as the creditor representative administrator.
- 6. The members of the PwC Spain team performing the administration duties consist of individuals who are different than those providing services in the United States on behalf of the Debtors. No confidential, non-public information has been or will be shared between PwC Spain and PricewaterhouseCoopers. To ensure that the employees of PwC Spain that are staffed to support the DASE receivership will not have any involvement in PricewaterhouseCoopers' service to the Debtors, PwC Spain and

PricewaterhouseCoopers have established a formal screening procedure or "ethical wall" to ensure that there are no communications or exchanges of information protected as confidential or as client secrets between PwC Spain and PricewaterhouseCoopers employees that are staffed on the aforementioned projects.

- 7. To the best of my knowledge, except as otherwise stated herein or in the Initial Affidavit or the First Supplemental Affidavit, PricewaterhouseCoopers (a) does not have any connections with the Debtors or their affiliates, their creditors, the U.S. Trustee, or any other party-in-interest, or their respective attorneys and accountants, (b) is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b), and (c) does not hold or represent any interest adverse to the Debtors' estates. I know of no reason why PricewaterhouseCoopers cannot continue to objectively perform professional services in its appointed role as the Debtors' retained professional.
- 8. PricewaterhouseCoopers will continue to conduct further due diligence and research of its client databases and inquiries of its partners and professionals and will file additional supplemental declarations regarding its retention, including periodic supplemental declarations to the extent necessary.
- 9. Except as otherwise indicated, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto. Certain of the disclosures herein, however, relate to matters within the knowledge of other partners with PricewaterhouseCoopers and are based on information provided to me by them.

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Pg 40 of 50

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated:

Detroit, Michigan

April 23, 2007

PRICEWATERHOUSECOOPERS LLP

By:

Name: Brian D. Decker

Title: Partner

PricewaterhouseCoopers LLP

1900 St. Antoine Street

Detroit, Michigan 48226-6000 Telephone: (313) 394-6000

Facsimile: (313) 394-6555

EXHIBIT F

TOGUT, SEGAL & SEGAL LLP Bankruptcy Conflicts-Counsel for Delphi Corporation, et al., Debtors and Debtors in Possession One Penn Plaza, Suite 3335 New York, New York 10119 (212) 594-5000 Neil Berger (NB-3599) HEARING DATE: 5/10/2007 AT 10:00 AM

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

----- X

In re : Chapter 11

DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

Debtors. : (Jointly Administered)

NOTICE OF PRESENTMENT OF JOINT SETTLEMENT AGREEMENT, STIPULATION AND AGREED ORDER BETWEEN DELPHI AUTOMOTIVE SYSTEMS, LLC, RSR CORPORATION AND ECO-BAT AMERICA, LLC TO DISALLOW AND EXPUNGE CLAIM NUMBERS 866 AND 867

PLEASE TAKE NOTICE that on March 16, 2007, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proofs of claim numbers 866 and 867 (the "Proofs of Claim" or the "Claims") filed by RSR Corporation ("RSR") and Eco-Bat America, LLC ("Eco-Bat" and collectively with RSR "Claimants") pursuant to the Eleventh Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books and Records, (C) Untimely Claims, And (D) Claims Subject to Modification (the "Objection") (Docket No. 7301).

PLEASE TAKE FURTHER NOTICE that the Debtors and the Claimants have agreed to settle the Objection with respect to the Proofs of Claim and, pursuant to the Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414), have executed a Joint Settlement Agreement, Stipulation and Agreed Order Between Delphi Automotive Systems, LLC, RSR Corporation and Eco-Bat America, LLC To Disallow and Expunge Claim Numbers 866 and 867 (the "Settlement Agreement and Joint Stipulation").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Settlement Agreement and Joint Stipulation, a true and complete copy is annexed hereto, the Debtors and the Claimants have agreed to disallow and expunge proofs of claim numbers 866 and 867 in their entirety.

PLEASE TAKE FURTHER NOTICE that the Debtors will present the Settlement Agreement and Joint Stipulation for consideration at the hearing scheduled for May 10, 2007, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York.

Dated: New York, New York April 30, 2007 DELPHI CORPORATION, et al. By their attorneys, TOGUT, SEGAL & SEGAL LLP By:

/s/ Neil Berger NEIL BERGER (NB-3599) A Member of the Firm One Penn Plaza New York, New York 10119 (212) 594-5000 TOGUT, SEGAL & SEGAL LLP Bankruptcy Conflicts Counsel for Delphi Corporation, et al., Debtors and Debtors-in-Possession, One Penn Plaza, Suite 3335 New York, New York 10119 (212) 594-5000 Neil Berger (NB-3599)

Delphi Legal Information Hotline: Toll Free: (800) 718-5305

International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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		X	
In re		:	Chapter 11
DELPHI CORPORATION, 6	ot al	:	Case No. 05-44481 [RDD
DELITII COM OMITION, et al.,		:	Case 140. 00 11101 [RDD
	Debtors.	:	(Jointly Administered)
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		X	

JOINT SETTLEMENT AGREEMENT, STIPULATION AND AGREED ORDER BETWEEN DELPHI AUTOMOTIVE SYSTEMS, LLC, RSR CORPORATION AND ECO-BAT AMERICA, LLC TO DISALLOW AND EXPUNGE CLAIM NUMBERS 866 AND 867

WHEREAS, on October 8, 2005 (the "Petition Date"), Delphi Corporation ("Delphi") and certain of its U.S. subsidiaries (the "Initial Filers") filed voluntary petitions for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"); and

WHEREAS, on October 14, 2005, three additional U.S. subsidiaries of Delphi (together with the Initial Filers, collectively, the "Debtors") filed voluntary petitions in the Bankruptcy Court for reorganization relief under the Bankruptcy Code; and

WHEREAS, the Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code; and

WHEREAS, the Bankruptcy Court entered orders directing the joint administration of the Debtors' chapter 11 cases (Docket Nos. 28 and 404); and

WHEREAS, on October 17, 2005, the Office of the United States Trustee appointed an official committee of unsecured creditors; and

WHEREAS, no trustee or examiner has been appointed in the Debtors' cases; and

WHEREAS, the Bankruptcy Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409, and this matter is a core proceeding under 28 U.S.C. § 157(b)(2); and

WHEREAS, RSR Corporation ("RSR") and Eco-Bat America, LLC ("Eco-Bat" and collectively with RSR, "Claimant") provided goods to Delphi Automotive Systems, LLC ("DAS"), one of the Debtors, both before and after the Petition Date; and

WHEREAS, on September 14, 2005, DAS paid Claimant \$3,900,000 (the "Deposit") because DAS agreed with Claimant's request to proceed on a cash-in-advance basis for goods; and

WHEREAS, on November 29, 2005 Eco-Bat filed proof of claim #866 in the amount of \$1,540,183.73 (the "Eco-Bat Claim") against Delphi Corporation and RSR filed proof of claim #867 in the amount of \$2,270,223.05 (the "RSR Claim," and together with the Eco-Bat Claim, the "Claims") against Delphi Corporation; and

WHEREAS, on or about March 16, 2007, the Debtors objected to the Claims pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant to 11 U.S.C. § 502(b) And Fed. Bankr. P. 3007 To Certain (A) Insufficiently Documented

Claims (B) Claims Nor Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject to Modification; and

WHEREAS, the Debtors are authorized to enter into this agreement (the "Settlement Agreement") either because the Claims involve ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006; and

WHEREAS, the Debtors and the Claimant (the "Parties") have agreed to settle and resolve the Claims upon the terms set forth herein.

NOW, THEREFORE, in consideration of the foregoing, the Parties hereby stipulate and agree as follows:

- 1. This Settlement Agreement constitutes an agreement between the Parties and shall be effective immediately upon its execution by the Parties (the "Effective Date").
- 2. Upon the Effective Date, Claimant shall be authorized to apply, and shall apply, the Deposit to all prepetition invoices underlying the amounts set forth in the Claims, in full satisfaction of the Claims, and the Claims shall be deemed expunged.
- 3. Except for the Settlement memorialized by this Settlement Agreement, the Parties retain all of their other rights, claims, and defenses including without limitation regarding the Parties' respective rights regarding the remainder of the Deposit.
- 4. This Settlement Agreement may not be modified, amended, or terminated, nor any of its provisions waived, except by an agreement in writing signed by all of the Parties.

- 5. The agreements, terms, and provisions contained in this Settlement Agreement shall be binding upon, and inure to the benefit of, the Parties and their respective legal representatives, predecessors, successors, and assigns, including any trustee appointed in these chapter 11 cases and any chapter 7 trustee if any of these chapter 11 cases is converted to a chapter 7 case.
- 6. It is expressly understood and agreed that the terms hereof, including the recital paragraphs, are contractual; that the agreement herein contained and the consideration transferred hereunder is to resolve the Debtors' objections to the Claims and to avoid litigation; and that no statement made herein, payment, release, or other consideration given shall be construed as an admission by the Parties of any kind or nature whatsoever.
- 7. This Settlement Agreement constitutes the entire agreement between the Parties regarding the resolution of the Claims and supersedes all other prior agreements and understandings, both written and oral, between the Parties regarding the Claims.
- 8. The signatories below represent that they are authorized to enter into this Settlement Agreement.
- 9. This Settlement Agreement is being entered into among competent parties who are experienced in business and represented by counsel, and has been reviewed by the Debtors, Claimant and their respective counsel. Therefore, any ambiguous language in this Settlement Agreement will not be construed against any particular party as the drafter of such language.
- 10. This Settlement Agreement may be executed in counterparts, any of which may be transmitted by facsimile, and each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

11. The Bankruptcy Court shall retain original and exclusive jurisdiction over the Parties to interpret and enforce the terms of this Settlement Agreement and to resolve any disputes in connection herewith.

Dated: New York, New York April 30, 2007

> DELPHI CORPORATION, et al., Debtors and Debtors-in-Possession, By their Bankruptcy Conflicts Counsel, TOGUT, SEGAL & SEGAL LLP, By:

/s/ Neil Berger NEIL BERGER (NB-3599) A Member of the Firm One Penn Plaza, Suite 3335 New York, New York 10119 (212) 594-5000

Dated: Dallas, Texas April 30, 2007

> RSR CORPORATION ECO-BAT AMERICA, LLC By their Attorneys, NELIGAN FOLEY LLP By:

/s/ David Ellerbe DAVID ELLERBE 1700 Pacific Avenue, Suite 2600 Dallas, Texas 75201 (214) 840-5300

SO ORDERED

This ___ day of ____, 2007 in New York, New York

HONORABLE ROBERT D. DRAIN UNITED STATES BANKRUPTCY JUDGE

EXHIBIT G

05-44481-rdd Doc 7861 Filed 05/04/07 Entered 05/04/07 18:58:45 Main Document Pg 50 of 50 Delphi Corporation Special Party

Company	Contact	Address1	Address2	City	State	Zip
Neligan Foley LLP	Attn David Ellerbe Esq	1700 Pacific Avenue	Suite 2600	Dallas	TX	75201